

Exhibit 14

Stipulated Allocation of Allowed Fee Claim

Pursuant to Article IV.C.6 of the Plan,¹ the stipulated amount of the Allowed Fee Claim for counsel for the Institutional Investors shall be set forth in the Plan Supplement. The Allowed Fee Claim is 5.7% of the Allowed RMBS Trust Claims, which shall be distributed to counsel to the Institutional Investors as fees via direct allocation to counsel for the Institutional Investors and without conveyance to the RMBS Claims Trust, the RMBS Trustees, or the RMBS Trusts. As set forth in the Plan, the amount of the Allowed Fee Claim shall reduce the total Units distributed (and Cash distributed thereon) by the Liquidating Trust on account of RMBS Trust Claims to the RMBS Claims Trust, and shall have no impact on any other party entitled to a distribution under this Plan.

The Allowed Fee Claim shall be allocated to counsel for the Institutional Investors as follows:

| Institutional Investors Counsel | Allowed Fee Claim % | Allowed RMBS Trust Claims % |
|--|----------------------------|------------------------------------|
| Counsel to the Steering Committee Consenting Claimants | 82.75% | 4.71675% |
| Counsel to the Talcott Franklin Consenting Claimants | 17.25% | 0.98325% |
| Total: | 100% | 5.7% |

¹ All capitalized terms used but not defined herein shall have the meaning ascribed to them in the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4819, Ex. 1] (as may be amended from time to time, the “**Plan**”).